

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 1

Description of sources of revenue		Gross revenue from each source (before deductions and exclusions)	
From the beginning of the fiscal year to filing date:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>		
For prior year:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>		
For the year before that:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>		

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. Non-business income may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Sources of revenue		Gross revenue (before deductions and exclusions)	
From the beginning of the fiscal year to filing date:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>		
For prior year:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>		
For the year before that:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>		

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue

☒ Operating a business

☐ Other

Check all that apply

Gross revenue (before deductions and exclusions)

\$ 2,434,587

\$ 810,060

\$ unknown/determinous

Part 1: Income

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

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Fill in this information to identify the case:

Debtor name HILLCREST GOM, INC.United States Bankruptcy Court for the: Southern District of Texas

Case number (if known): _____

(State)

☐ Check if this is an amended filing

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None ****SEE SOFA SCHEDULE 3 ATTACHED**

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer
3.1. Creditor's name _____ Street _____ City _____ State _____ ZIP Code _____		\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
3.2. Creditor's name _____ Street _____ City _____ State _____ ZIP Code _____		\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other

Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None ****SEE SOFA SCHEDULE 4 ATTACHED**

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Insider's name _____ Street _____ City _____ State _____ ZIP Code _____		\$ _____	
4.2. Insider's name _____ Street _____ City _____ State _____ ZIP Code _____		\$ _____	

Relationship to debtor

City _____ State _____ ZIP Code _____

Street _____

Insider's name _____

\$ _____

Case number (if known)

Hillcrest GOM, Inc.

Debtor

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Check No	Check date	Payee	Payee Name	Check amount
16700	11/1/2016	1539 Affiac		\$651.50
16701	11/1/2016	1655 BankDirect Capital Finance		\$6,987.59
16702	11/1/2016	1039 Blue Cross Blue Shield		\$5,127.27
16703	11/2/2016	1050 FedEx		\$40.01
16704	11/2/2016	1274 Francotyp-Postalia, Inc.		\$87.68
16705	11/2/2016	1693 Gieger, Laborde &		\$5,162.50
16706	11/2/2016	1056 Konica Minolta Business		\$87.70
16707	11/2/2016	1659 LOGIX COMMUNICATIONS		\$1,106.96
16708	11/2/2016	1653 NADSOILCO LLC		\$9,402.33
16709	11/2/2016	1649 Platinum Parking		\$6.00
16710	11/2/2016	1069 Quill Corporation		\$86.59
16711	11/2/2016	1561 REDDOG Systems, Inc.		\$46.00
16712	11/2/2016	1066 ReadyFresh by Nestle		\$74.36
16713	11/2/2016	1648 SINOPAC USA INC		\$13,752.40
16714	11/2/2016	1228 T-Mobile		\$136.19
16715	11/23/2016	1539 Affiac		\$651.50
16716	11/23/2016	1655 BankDirect Capital Finance		\$6,987.59
16717	11/23/2016	1039 Blue Cross Blue Shield		\$5,127.27
16718	11/23/2016	1693 Gieger, Laborde &		\$9,603.70
16719	11/23/2016	1659 LOGIX COMMUNICATIONS		\$1,133.16
16720	11/23/2016	1027 Mike Sullivan		\$762.71
16721	11/23/2016	1649 Platinum Parking		\$336.75
16722	11/23/2016	1081 Susan L Weber		\$786.73
16723	11/23/2016	1654 Wortham Insurance & Risk Mgmt.		\$15,000.00
16724	11/23/2016	1653 NADSOILCO LLC		\$12,426.28
ACH112316	11/23/2016	1006 Amegy Bank of Texas		\$902.81
ACH112316-SUSAN	11/23/2016	1006 Amegy Bank of Texas		\$25.00
WIRE112816-CP	11/28/2016	1164 Minerals Management Service		\$5,219.60
16725	11/30/2016	1656 Donner Properties, LLC		\$660.00
16726	12/6/2016	1050 FedEx		\$51.50
16727	12/6/2016	1274 Francotyp-Postalia, Inc.		\$133.16
16728	12/6/2016	1658 George L. Winter		\$82.50
16729	12/6/2016	1657 James L. Negley		\$82.50
16730	12/6/2016	1056 Konica Minolta Business		\$101.87
16731	12/6/2016	1649 Platinum Parking		\$328.75
16732	12/6/2016	1069 Quill Corporation		\$49.94
16733	12/6/2016	1561 REDDOG Systems, Inc.		\$89.00
16734	12/6/2016	1066 ReadyFresh by Nestle		\$10.81
16735	12/6/2016	1228 T-Mobile		\$114.92
16737	12/14/2016	1653 NADSOILCO LLC		\$3,200.38
16738	12/16/2016	Postage		\$200.00
WIRE121616	12/16/2016	1686 D. Braxton & Associates		\$5,000.00
16739	12/21/2016	1701 Joseph G Epstein PLLC		\$15,335.00
16740	12/21/2016	1539 Affiac		\$651.50
16741	12/21/2016	1655 BankDirect Capital Finance		\$6,987.59
16742	12/21/2016	1039 Blue Cross Blue Shield		\$6,935.69
16743	12/21/2016	1659 LOGIX COMMUNICATIONS		\$1,111.37
16744	12/21/2016	1069 Quill Corporation		\$68.91
16745	12/21/2016	1653 NADSOILCO LLC		\$3,440.67
16746	12/21/2016	1654 Wortham Insurance & Risk Mgmt.		\$5,000.00
ACH122316	12/21/2016	1702 SCM Consulting Corp		\$3,000.00
ACH122316	12/23/2016	1006 Amegy Bank of Texas		\$1,437.87
16747	12/29/2016	December 2016 Payroll Cash		\$22,147.86
16748	12/30/2016	December 2016 Payroll Cash		\$5,603.77
16747	1/5/2017	Paychex Service Fee Dec 2016		\$138.89
16747	1/5/2017	1654 Wortham Insurance & Risk Mgmt.		\$144.00
16748	1/16/2017	1652 Prime Plan Solutions		\$300.00
ACH012217	1/21/2017	Dec 2016 Account Analysts Fee		\$498.50
16749	1/22/2017	1006 Amegy Bank of Texas		\$611.33
16749	1/24/2017	1039 Blue Cross Blue Shield		\$5,169.84

1 Hillcrest GOM, Inc.
For Bank Acct: OPER USA Operating Account
Currency: US dollars

16750	1/25/2017	1228 T-Mobile	\$122.49
	1/26/2017	January 2017 Payroll Cash	\$13,501.19
	1/26/2017	January 2017 Payroll Cash	\$6,619.27
	1/26/2017	Paychex Service Fee Jan 2017	\$334.56
16751	1/26/2017	1228 T-Mobile	\$119.83

In re Hillcrest GOM, Inc.

SOFA SCHEDULE 4

Chapter 7

Trans no.	Occur period	Account Name	Amount	Cash amoi	AP. VEND	AP VENDOR NAME	Description
1170709	1/31/2016	Business Meals & Entertainment	\$221.06	221.06	1006	Amegy Bank of Texas	Company lunch - Alicia's going away
1170710	1/31/2016	Miscellaneous	\$280.60	280.6	1006	Amegy Bank of Texas	
1183221	3/31/2016	Business Meals & Entertainment	\$114.77	114.77	1006	Amegy Bank of Texas	
1197179	5/31/2016	Office Expense & Supplies	\$41.80	41.8	1006	Amegy Bank of Texas	office coffee
1197180	5/31/2016	Business Travel	\$98.65	98.65	1006	Amegy Bank of Texas	
1199636	5/31/2016	Business Travel	\$170.08	170.08	1006	Amegy Bank of Texas	Dallas
1199637	5/31/2016	Business Meals & Entertainment	\$144.64	144.64	1006	Amegy Bank of Texas	Dallas
1209720	6/30/2016	Business Meals & Entertainment	\$190.27	190.27	1006	Amegy Bank of Texas	Trip to Dallas
1209721	6/30/2016	Business Travel	\$1,436.35	1436.35	1006	Amegy Bank of Texas	Trip to Dallas
1220386	7/31/2016	Business Travel	\$835.65	835.65	1006	Amegy Bank of Texas	Dallas
1224994	8/31/2016	Business Travel	\$481.60	481.6	1006	Amegy Bank of Texas	Trip to Dallas
1226836	9/30/2016	Business Travel	\$2,706.09	2706.09	1006	Amegy Bank of Texas	Business travel
1239786	10/31/2016	Business Travel	\$902.81	902.81	1006	Amegy Bank of Texas	Trip to Canada - BOD Meeting
1240190	11/30/2016	Bank Charges	\$25.00	25	1006	Amegy Bank of Texas	Rewards Fee
1240927	11/30/2016	Business Travel	\$1,437.87	1437.87	1006	Amegy Bank of Texas	Trip to Vancouver
1240929	12/31/2016	Bank Charges	\$30.00	30	1006	Amegy Bank of Texas	Annual fee
1241219	12/31/2016	Bank Charges	(\$30.00)	-30	1006	Amegy Bank of Texas	Closed credit card account.
1241291	12/31/2016	Hillcrest Petroleum LTD	\$611.33	611.33	1006	Amegy Bank of Texas	Business travel to Canada
1241292	12/31/2016	Miscellaneous	\$1,359.35	0	1006	Amegy Bank of Texas	Disputed charges. to be credited back by bank
1241294	12/31/2016	Bank Charges	(\$25.00)		1006	Amegy Bank of Texas	Refund of bank fees
1241404	12/31/2016	Miscellaneous	(\$1,359.35)		1006	Amegy Bank of Texas	Disputed charges credited back by bank
1183181	3/31/2015	Communications	\$84.01	84.01	1081	Susan L Weber	Cell phone service Jan 2016
1183182	3/31/2015	Communications	\$89.01	89.01	1081	Susan L Weber	Cell phone service Feb 2016
1183183	3/31/2015	Communications	\$84.01	84.01	1081	Susan L Weber	Cell phone service Mar 2016
1183184	3/31/2015	Dental & Medical	\$205.00	205	1081	Susan L Weber	Semi-annual dentist
1203442	6/30/2016	Communications	\$83.99	83.99	1081	Susan L Weber	Cell phone service
1203443	6/30/2016	Communications	\$88.99	88.99	1081	Susan L Weber	Cell phone service
1203444	6/30/2016	Communications	\$83.99	83.99	1081	Susan L Weber	Cell phone service
1203445	6/30/2016	Office Expense & Supplies	\$9.73	9.73	1081	Susan L Weber	Cell phone service
1203446	6/30/2016	Memberships & Subscriptions	\$100.00	100	1081	Susan L Weber	AAPL Annual Membership renewal 2016
1239790	10/31/2016	Communications	\$89.03	89.03	1081	Susan L Weber	Cell phone service
1239791	10/31/2016	Communications	\$84.03	84.03	1081	Susan L Weber	Cell phone service
1239792	10/31/2016	Communications	\$84.03	84.03	1081	Susan L Weber	Cell phone service
1239793	10/31/2016	Business Travel	\$445.69	445.69	1081	Susan L Weber	Airfare to Vancouver
1239794	10/31/2016	Communications	\$83.95	83.95	1081	Susan L Weber	Cell phone service
1197102	4/30/2016	Dental & Medical	\$355.00	355	1028	Tere Ramirez	Dentist - Omid's wisdom tooth surgery
1197103	4/30/2016	Office Expense & Supplies	\$97.41	97.41	1028	Tere Ramirez	Server external backup
1197104	4/30/2016	Office Expense & Supplies	\$29.22	29.22	1028	Tere Ramirez	Envelopes for 1099s
1197105	4/30/2016	Office Expense & Supplies	\$64.27	64.27	1028	Tere Ramirez	Filing boxes
1197106	4/30/2016	Office Expense & Supplies	\$114.93	114.93	1028	Tere Ramirez	Storage
1203450	6/30/2016	Dental & Medical	\$1,464.00	1464	1028	Tere Ramirez	Dental work
			\$13,413.86				

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7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits			
<p>7.1. Peregrine Oil & Gas, LP v. Hillcrest GOM, Inc.</p> <p>Case title _____</p> <p>Case number 2016-71791</p> <p>Court or agency's name and address _____</p> <p>Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded</p>	<p>7.2. ENI Petroleum US LLC v. Hillcrest GOM, Inc.</p> <p>Case title _____</p> <p>Case number _____</p> <p>Court or agency's name and address _____</p> <p>Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded</p>	<p>7.3. United States District Court Eastern District of Louisiana</p> <p>Case title _____</p> <p>Case number _____</p> <p>Court or agency's name and address _____</p> <p>Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded</p>	<p>7.4. New Orleans</p> <p>Case title _____</p> <p>Case number _____</p> <p>Court or agency's name and address _____</p> <p>Status of case <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded</p>
<p>Part 3: Legal Actions or Assignments</p>			
<p>List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.</p>			
<p>6. Setoffs</p> <p>List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.</p>			
<p>6.1. _____</p> <p>Creditor's name and address _____</p> <p>Description of the action creditor took _____</p> <p>Date action was taken _____</p> <p>Amount \$ _____</p>	<p>6.2. _____</p> <p>Creditor's name and address _____</p> <p>Description of the action creditor took _____</p> <p>Date action was taken _____</p> <p>Amount \$ _____</p>	<p>6.3. _____</p> <p>Creditor's name and address _____</p> <p>Description of the action creditor took _____</p> <p>Date action was taken _____</p> <p>Amount \$ _____</p>	<p>6.4. _____</p> <p>Creditor's name and address _____</p> <p>Description of the action creditor took _____</p> <p>Date action was taken _____</p> <p>Amount \$ _____</p>
<p>5. Repossessions, foreclosures, and returns</p> <p>List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.</p>			
<p>5.1. _____</p> <p>Creditor's name and address _____</p> <p>Description of the property _____</p> <p>Date _____</p> <p>Value of property \$ _____</p>	<p>5.2. _____</p> <p>Creditor's name and address _____</p> <p>Description of the property _____</p> <p>Date _____</p> <p>Value of property \$ _____</p>	<p>5.3. _____</p> <p>Creditor's name and address _____</p> <p>Description of the property _____</p> <p>Date _____</p> <p>Value of property \$ _____</p>	<p>5.4. _____</p> <p>Creditor's name and address _____</p> <p>Description of the property _____</p> <p>Date _____</p> <p>Value of property \$ _____</p>

Hillcrest GOM, Inc.

Debtor

Case number (if known)

[illegible]

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Debtor

Name

Case number (if known)

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address



Description of the property

Value

Case title

Court name and address

\$

Name

Case number

Street

City

State

ZIP Code

Part 4: Certain Gifts and Charitable Contributions

9.

List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address

Description of the gifts or contributions

Dates given

Value

9.1.

Recipient's name

Street

State

ZIP Code

Recipient's relationship to debtor

9.2.

Recipient's name

Street

State

ZIP Code

Recipient's relationship to debtor

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred

Amount of payments received for the loss

Date of loss

Value of property lost

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.
List unpaid claims on Official Form 106A/B (Schedule A/B: Assets - Real and Personal Property).

\$

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

Who was paid or who received the transfer?

If not money, describe any property transferred

Dates

Total amount or value

Joseph G. Epstein PLLC

11.1.

Address

440 Louisiana, Suite 900

Street

Houston, Texas 77002

City State ZIP Code

Email or website address

joe@epsteinintexaslaw.com

Who made the payment, if not debtor?

Who was paid or who received the transfer?

If not money, describe any property transferred

Dates

Total amount or value

11.2.

Address

Street

City State ZIP Code

Email or website address

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None

Name of trust or device

Describe any property transferred

Dates transfers were made

Total amount or value

Trustee

Debtor

Hillcrest GOM, Inc.

Name

Case number (if known)

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Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address

Dates of occupancy

14.1.

Street

City

State

ZIP Code

14.2.

Street

City

State

ZIP Code

From

To

From

To

13.2.

Address

Street

City

State

ZIP Code

Relationship to debtor

Who received transfer?

13.1.

Address

Street

1021 Main Street, Suite 2626

City

Houston, Texas 77006

State

ZIP Code

Relationship to debtor

Who received transfer?

Description of property transferred or payments received or debts paid in exchange

Date transfer was made

Total amount or value

☐ None

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

Debtor Name

Case number (if known)

Part 8: Health Care Bankruptcies**15. Health Care Bankruptcies**

- Is the debtor primarily engaged in offering services and facilities for:
- ☐ — providing any surgical, psychiatric, drug treatment, or obstetric care?
 - ☒ — diagnosing or treating injury, deformity, or disease, or
 - ☐ — Yes. Fill in the information below.

No. Go to Part 9.

Facility name and address

Nature of the business operation, including type of services the

debtor provides

If debtor provides meals and housing, number of patients in debtor's care

Facility name

Street

City State ZIP Code

Check all that apply:

☐ Electronically☐ Paper

How are records kept?

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.

15.1.

Facility name

Street

City State ZIP Code

Check all that apply:

☐ Electronically☐ Paper

How are records kept?

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.

15.2.

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**☒ No.

Yes. State the nature of the information collected and retained.

Does the debtor have a privacy policy about that information?

☐ No☐ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☐ No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

☐ No. Go to Part 10.☒ Yes. Fill in below:

Name of plan

Hillcrest GOM INC 401K PLAN

Employer identification number of the plan

EIN: 20 - 3881934

Has the plan been terminated?

☐ No☒ Yes

Debtor

Name

Case number (if known)

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
 Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1. Name _____ Street _____ City _____ State _____ ZIP Code _____ XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	\$ _____		
18.2. Name _____ Street _____ City _____ State _____ ZIP Code _____ XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	\$ _____		

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____ Address _____	_____	_____	<input type="checkbox"/> No <input type="checkbox"/> Yes

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____ Address _____	_____	_____	<input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor

Name _____

Case number (if known) _____

Debtor

Name

Case number (if known)

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address

Location of the property

Description of the property

Value

Name

Street

City State ZIP Code

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.
☒ No

☐ Yes. Provide details below.

Case title

Court or agency name and address

Nature of the case

Status of case

Case number

Name

Street

City State ZIP Code

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?
☒ No

☐ Yes. Provide details below.

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

City

State

ZIP Code

City

State

ZIP Code

Street

Street

Name

Name

25.3.

25.2.

25.1.

☐ None

25. Other businesses in which the debtor has or has had an interest
List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

Part 13:**Details About the Debtor's Business or Connections to Any Business**

24. Has the debtor notified any governmental unit of any release of hazardous material?

☒ No

☐ Yes. Provide details below.

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

Name

Name

Street

Street

City

City

State

State

ZIP Code

ZIP Code

Debtor

Name

Case number (if known)

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

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26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address	Tere Ramirez	
	3050 Post Oak Blvd., Suite 1700	
City	Houston, TX 77056	
	State ZIP Code	
Name and address	Sean McGrath, CFO--Hillcrest Petroleum Ltd.	
	1410 - 1030 West Georgia Street	
City	Vancouver, BC V6E 2Y2	
	State ZIP Code	
Dates of service	From	To
	2015	2017

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address	Lancaster & David	
	701 West Georgia Street, Suite 510	
City	Vancouver, BC Canada V7Y 1C6	
	State ZIP Code	
Dates of service	From	To
	2014	2015

Name and address	Pricewaterhouse Coopers LLP	
	Pricewaterhouse Place	
City	Vancouver, BC Canada V6C 3S7	
	State ZIP Code	
Dates of service	From	To
	2015	2016

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address

Same as 26a above

26c.1.

Name

Street

City

State

ZIP Code

If any books of account and records are unavailable, explain why

27.1.

Name and address of the person who has possession of inventory records

Name _____
 Street _____
 City _____ State _____ ZIP Code _____

Name of the person who supervised the taking of the inventory

Date of
inventoryThe dollar amount and basis (cost, market, or
other basis) of each inventory

\$ _____

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.

26d.2.

Name and address

Name _____
 Street _____
 City _____ State _____ ZIP Code _____

26d.1.

Name and address

Name _____
 Street _____
 City _____ State _____ ZIP Code _____

☐ None

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

26c.2.

Name and address

Name _____
 Street _____
 City _____ State _____ ZIP Code _____

If any books of account and records are
unavailable, explain why

Debtor

Name _____

Case number (if known) _____

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

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Name and address of the person who supervised the taking of the inventory		Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
		\$	\$
Name and address of the person who has possession of inventory records			
<div style="display: flex; justify-content: space-between;"> Name City State ZIP Code </div> <div style="display: flex; justify-content: space-between;"> Street Street </div>			
<div style="display: flex; justify-content: space-between;"> 27.2. </div>			
<p>28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.</p>			
Name	Address	Position and nature of any interest	% of interest, if any
Donald Currie	1410 - 1030 West Georgia Street, Vancouver	Director	
Michael Krzus	1410 - 1030 West Georgia Street, Vancouver	Director	
Jason P. Oden	3050 Post Oak Blvd., Suite 1700, Houston	Director	
Susan Weber	3050 Post Oak Blvd., Suite 1700, Houston	Director	
<p>29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?</p>			
<div style="display: flex; justify-content: space-between;"> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Identify below. </div>			
Name	Address	Position and nature of any interest	Period during which held position or interest was held
			From To
			From To
			From To
			From To
<p>30. Payments, distributions, or withdrawals credited or given to insiders</p>			
<p>Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?</p>			
<div style="display: flex; justify-content: space-between;"> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Identify below. </div>			
<p>30.1. Name and address of recipient</p>			
<p>Amount of money or description and value of property</p>			
<p>Dates</p>			
<p>Reason for providing the value</p>			
<p>Relationship to debtor</p>			
<p>City</p>			
<p>State</p>			
<p>ZIP Code</p>			
<p>Street</p>			
<p>Name</p>			

Debtor

Name

Case number (if known)

Are additional pages to Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207) attached?
☒ Yes
☐ No

Position or relationship to debtor
 President

Signature of individual signing on behalf of the debtor

Printed name
 Jason P. Oden

Executed on
 02/02/2017
 MM / DD / YYYY

I declare under penalty of perjury that the foregoing is true and correct.

I have examined the information in this Statement of Financial Affairs and any attachments and have a reasonable belief that the information is true and correct.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Part 14: Signature and Declaration

Name of the pension fund

Employer identification number of the pension fund

EIN: _____

☐ Yes. Identify below.

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?
☒ No

Name of the parent corporation

Employer identification number of the parent corporation

EIN: _____

☐ Yes. Identify below.

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?
☒ No

Relationship to debtor

City

State

ZIP Code

Street

Name

30.2

Name and address of recipient

Debtor

Name

Case number (if known)